

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE APPLICATION OF HANWEI GUO
FOR AN ORDER TO TAKE DISCOVERY
FOR USE IN A FOREIGN PROCEEDING
PURSUANT TO 28 U.S.C. § 1782

Case No. 18 Misc. _____

**DECLARATION OF RENITA SHARMA IN SUPPORT OF
PETITION FOR DISCOVERY FOR USE IN A FOREIGN PROCEEDING
PURSUANT TO 28 U.S.C. § 1782**

Pursuant to 28 U.S.C. § 1746, I, Renita Sharma, declare under the penalty of perjury that the following is true and correct:

1. I am an associate in the law firm of Quinn Emanuel Urquhart & Sullivan, LLP (“Quinn Emanuel”), which represents Petitioner Hanwei Guo (“Guo”) in connection with his Petition to obtain limited discovery from the Underwriters of Tencent Music Entertainment Group’s initial public offering: Deutsche Bank Securities Inc. (“DBS”), J.P. Morgan Securities LLC (“J.P. Morgan”), Merrill Lynch, Pierce, Fenner & Smith Incorporated (“Merrill Lynch”), and Morgan Stanley & Co. LLC (“Morgan Stanley”) (collectively, the “Underwriters”).
2. Attached hereto as Exhibit 1 is a true and correct copy of the proposed order authorizing the Petitioner to obtain the limited discovery requested from the Underwriters.
3. Attached hereto as Exhibit 2 is a true and correct copy of the Notice of Subpoena, Subpoena, and Attachment A to the Subpoena proposed to be served upon DBS.
4. Attached hereto as Exhibit 3 is a true and correct copy of the Notice of Subpoena, Subpoena, and Attachment A to the Subpoena proposed to be served upon J.P. Morgan.
5. Attached hereto as Exhibit 4 is a true and correct copy of the Notice of Subpoena, Subpoena, and Attachment A to the Subpoena proposed to be served upon Merrill Lynch.

6. Attached hereto as Exhibit 5 is a true and correct copy of the Notice of Subpoena, Subpoena, and Attachment A to the Subpoena proposed to be served upon Morgan Stanley.

7. Attached hereto as Exhibit 6 is a true and correct copy of excerpts of the Form F-1 Registration Statement filed with the United States Securities and Exchange Commission by Tencent Music Entertainment Group on October 2, 2018, available at <https://www.sec.gov/Archives/edgar/data/1744676/000119312518290581/d624633df1.htm>.

8. Attached hereto as Exhibit 7 is a true and correct copy of Amendment No. 1 to the Form F-1 Registration Statement filed with the United States Securities and Exchange Commission by Tencent Music Entertainment Group on December 3, 2018, available at <https://www.sec.gov/Archives/edgar/data/1744676/000119312518340313/d624633df1a.htm>.

9. Attached hereto as Exhibit 8 is a true and correct copy of the first page of the Uniform Application for Investment Adviser Registration and Report by Exempt Reporting Advisers filed by Deutsche Bank Securities Inc., dated November 20, 2018 and available at https://www.adviserinfo.sec.gov/IAPD/content/ViewForm/crd_iapd_stream_pdf.aspx?ORG_PK=2525.

10. Attached hereto as Exhibit 9 is a true and correct copy of the Investment Adviser Firm Summary, filed by Deutsche Bank Securities Inc., accessed November 28, 2018 and available at https://adviserinfo.sec.gov/IAPD/IAPDFirmSummary.aspx?ORG_PK=2525.

11. Attached hereto as Exhibit 10 is a true and correct copy of the FOCUS Report, Form X-17A-5/A, filed by J.P. Morgan Securities LLC for the period January 1, 2017 to December 31, 2017 and available at https://www.sec.gov/Archives/edgar/data/782124/000078212418000007/xslX-17A-5_X01/primary_doc.xml.

12. Attached hereto as Exhibit 11 is a true and correct copy of the FOCUS Report, Form X-17A-5/A, filed by Merrill Lynch, Pierce, Fenner & Smith Incorporated for the period July 1, 2018 to September 30, 2018 and available at <http://phx.corporate-ir.net/External.File?item=UGFyZW50SUQ9NDEyNTU5fENoaWxkSUQ9LTF8VHlwZT0z&t=1&cb=636760966530597777>.

13. Attached hereto as Exhibit 12 is a true and correct copy of the FOCUS Report, Form X-17A-5/A, filed by Morgan Stanley & Co. LLC for the period January 1, 2017 to December 31, 2017 and available at https://www.sec.gov/Archives/edgar/data/68136/000006813618000002/xslX-17A-5_X01/primary_doc.xml.

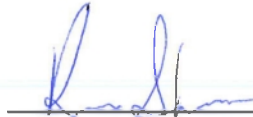
14. Attached hereto as Exhibit 13 is a true and correct copy of an article published on The Financial Times website, last updated on May 30, 2018, titled “Tencent hired banks to list music unit in New York” and available at <https://www.ft.com/content/68ff4dd8-63e2-11e8-90c2-9563a0613e56>.

15. Attached hereto as Exhibit 14 is a true and correct copy of an article published on The Wall Street Journal website, last updated on April 22, 2018 at 9:06 p.m. ET, titled “Tencent Music Plans IPO; Valuation Could Exceed \$25 Billion” and available at <https://www.wsj.com/articles/tencent-music-entertainment-group-preparing-ipo-1524434289>.

16. Attached hereto as Exhibit 15 is a true and correct copy of an article published on NASDAQ.com, last updated on April 22, 2018 at 9:24 p.m. EDT, titled “China’s Tencent Music Edges Towards IPO (Report)” and available at <https://www.nasdaq.com/article/chinas-tencent-music-edges-towards-ipo-report-cm951328>.

I declare under penalty of perjury that the foregoing is true and correct.

Executed in New York, New York on the 5th day of December, 2018.



Renita Sharma